

1200012551

OFFICE USE ONLY DOCUMENT #

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305) 552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HALLEY'S CAFE, INC. (Corporation Name) 400004863654--8 (Document #)
-02/04/02--01024--023 *****78.75 *****78.75
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

RECEIVED
 02 FEB -4 AM 10:43
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
 FILED
 02 FEB -4 PM 3:32

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|-------------------------------------|---------------------|
| <input checked="" type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Restatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials

ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

HALLEY'S CAFE, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

10136 S.W. 159th AVENUE
MIAMI, FL. 33196

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES OF COMMON STOCK @ \$1.00 PAR VALUE.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

HALLEY SANCHEZ
10136 S.W. 159th AVENUE
MIAMI, FL. 33196

ARTICLE V - INCORPORATOR

The name and street address of the incorporator(s), to these Articles of Incorporations is(are):

HALLEY SANCHEZ


SECRETARY OF STATE
TALLAHASSEE FLORIDA

02 FEB -4 PM 3:32

FILED

10136 S.W. 159th AVENUE
MIAMI, FL. 33196

*The undersigned incorporator(s), has executed these Articles of
Incorporation this 24 day of JANUARY 2002*



Signature

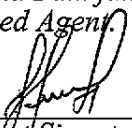
ARTICLE VI - DIRECTOR(S)

*The name(s) and street address(es) of the Director(s) to these Articles of
Incorporation is (are):*

HALLEY SANCHEZ
10136 S.W. 159th AVENUE
MIAMI, FL. 33193

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

*Having been named as Registered Agent and to accept service of process for the
above stated corporation at place designated in this certificate, I hereby accept
the appointment as Registered Agent and agree to act in this capacity. I further
agree to comply with the provisions of all statutes related to the proper and
complete performance of my duties, and I am familiar with and accept the
obligations of my position as Registered Agent.*



Registered Agent Signature

FILED
02 FEB -4 PM 3: 32
SECRETARY OF STATE
TALLAHASSEE FLORIDA